



CITY OF LODI COUNCIL COMMUNICATION

AGENDA TITLE: Adopt resolution Authorizing the Deputy City Manager and Budget Manager as Signers on City of Lodi Farmers & Merchants Bank Accounts

MEETING DATE: November 1, 2006

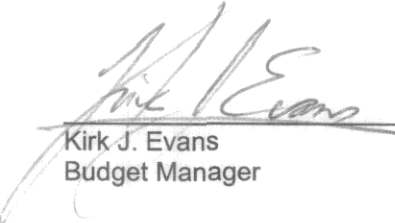
PREPARED BY: Kirk J. Evans, Budget Manager

RECOMMENDED ACTION: Adopt resolution authorizing the Deputy City Manager and Budget Manager to act as signers on City of Lodi bank accounts with Farmers and Merchants Bank; and authorize these individuals to execute the attached Exhibit A (Corporate Authorization Resolution) and Exhibit B (Electronic Transfer Corporate Resolution).

BACKGROUND INFORMATION: Kirk Evans was recently appointed Budget Manager for the City of Lodi. James Krueger, Deputy City Manager/City Treasurer is his supervisor. These individuals will coordinate internet banking, wire transfers, automated clearing house entries and will serve as signers on City of Lodi bank accounts with Farmers and Merchants (F&M). The attached exhibits provided by F&M state in part that "the signature of an Agent on this resolution is conclusive evidence of their authority to act on behalf of the Corporation". F&M requires City Council authorization and the signatures of Mr. Krueger and Evans on these exhibits in order to conduct City banking business.

FISCAL IMPACT: N/A

FUNDING AVAILABLE: N/A


Kirk J. Evans
Budget Manager

KJE
Attachments
cc: City Attorney

APPROVED: 
Blair King, City Manager

CORPORATE AUTHORIZATION RESOLUTION

FARMERS & MERCHANTS BANK OF CENTRAL CA
PO BOX 3000
LODI, CA 95241-1902

By: CITY OF LODI
P O BOX 3006
LODI CA 95241

EXHIBIT A

Referred to in this document as "Financial Institution"

Referred to in this document as "Corporation"

I, RANDI JOHL, certify that I am Secretary (clerk) of the above named corporation organized under the laws of CALIFORNIA, Federal Employer I.D. Number 94-6000361, engaged in business under the trade name of CITY OF LODI, and that the resolutions on this document are a correct copy of the resolutions adopted at a meeting of the Board of Directors of the Corporation duly and properly called and held on _____ (date). These resolutions appear in the minutes of this meeting and have not been rescinded or modified.

AGENTS Any Agent listed below, subject to any written limitations, is authorized to exercise the powers granted as indicated below:

Name and Title or Position	Signature	Facsimile Signature (if used)
A. <u>JAMES R KRUEGER</u>	X _____	X _____
B. <u>KIRK EVANS</u>	X _____	X _____
C. _____	X _____	X _____
D. _____	X _____	X _____
E. _____	X _____	X _____
F. _____	X _____	X _____

POWERS GRANTED (Attach one or more Agents to each power by placing the letter corresponding to their name in the area before each power. Following each power indicate the number of Agent signatures required to exercise the power.)

Indicate A, B, C, D, E, and/or F	Description of Power	Indicate number of signatures required
NA	(1) Exercise all of the powers listed in this resolution.	_____
ABCDEF	(2) Open any deposit or share account(s) in the name of the Corporation.	1
ABCDEF	(3) Endorse checks and orders for the payment of money or otherwise withdraw or transfer funds on deposit with this Financial Institution.	1
NA	(4) Borrow money on behalf and in the name of the Corporation, sign, execute and deliver promissory notes or other evidences of indebtedness.	_____
NA	(5) Endorse, assign, transfer, mortgage or pledge bills receivable, warehouse receipts, bills of lading, stocks, bonds, real estate or other property now owned or hereafter owned or acquired by the Corporation as security for sums borrowed, and to discount the same, unconditionally guarantee payment of all bills received, negotiated or discounted and to waive demand, presentment, protest, notice of protest and notice of non-payment.	_____
ABCDEF	(6) Enter into a written lease for the purpose of renting, maintaining, accessing and terminating a Safe Deposit Box in this Financial Institution.	1
NA	(7) Other _____	_____

LIMITATIONS ON POWERS The following are the Corporation's express limitations on the powers granted under this resolution.

EFFECT ON PREVIOUS RESOLUTIONS This resolution supersedes resolution dated NA. If not completed, all resolutions remain in effect.

CERTIFICATION OF AUTHORITY

I further certify that the Board of Directors of the Corporation has, and at the time of adoption of this resolution had, full power and lawful authority to adopt the resolutions on page 2 and to confer the powers granted above to the persons named who have full power and lawful authority to exercise the same. (Apply seal below where appropriate.)

☒ If checked, the Corporation is a non-profit corporation.

In Witness Whereof, I have subscribed my name to this document and affixed the seal of the Corporation on _____ (date).

Attest by One Other Officer _____

Secretary _____

RESOLUTIONS

EXHIBIT A

The Corporation named on this resolution resolves that,

- (1) The Financial Institution is designated as a depository for the funds of the Corporation and to provide other financial accommodations indicated in this resolution.
- (2) This resolution shall continue to have effect until express written notice of its rescission or modification has been received and recorded by the Financial Institution. Any and all prior resolutions adopted by the Board of Directors of the Corporation and certified to the Financial Institution as governing the operation of this corporation's account(s), are in full force and effect, until the Financial Institution receives and acknowledges an express written notice of its revocation, modification or replacement. Any revocation, modification or replacement of a resolution must be accompanied by documentation, satisfactory to the Financial Institution, establishing the authority for the changes.
- (3) The signature of an Agent on this resolution is conclusive evidence of their authority to act on behalf of the Corporation. Any Agent, so long as they act in a representative capacity as an Agent of the Corporation, is authorized to make any and all other contracts, agreements, stipulations and orders which they may deem advisable for the effective exercise of the powers indicated on page one, from time to time with the Financial Institution, subject to any restrictions on this resolution or otherwise agreed to in writing.
- (4) All transactions, if any, with respect to any deposits, withdrawals, rediscounts and borrowings by or on behalf of the Corporation with the Financial Institution prior to the adoption of this resolution are hereby ratified, approved and confirmed.
- (5) The Corporation agrees to the terms and conditions of any account agreement, properly opened by any Agent of the Corporation. The Corporation authorizes the Financial Institution, at any time, to charge the Corporation for all checks, drafts, or other orders, for the payment of money, that are drawn on the Financial Institution, so long as they contain the required number of signatures for this purpose.
- (6) The Corporation acknowledges and agrees that the Financial Institution may furnish at its discretion automated access devices to Agents of the Corporation to facilitate those powers authorized by this resolution or other resolutions in effect at the time of issuance. The term "automated access device" includes, but is not limited to, credit cards, automated teller machines (ATM), and debit cards.
- (7) The Corporation acknowledges and agrees that the Financial Institution may rely on alternative signature and verification codes issued to or obtained from the Agent named on this resolution. The term "alternative signature and verification codes" includes, but is not limited to, facsimile signatures on file with the Financial Institution, personal identification numbers (PIN), and digital signatures. If a facsimile signature specimen has been provided on this resolution, (or that are filed separately by the Corporation with the Financial Institution from time to time) the Financial Institution is authorized to treat the facsimile signature as the signature of the Agent(s) regardless of by whom or by what means the facsimile signature may have been affixed so long as it resembles the facsimile signature specimen on file. The Corporation authorizes each Agent to have custody of the Corporation's private key used to create a digital signature and to request issuance of a certificate listing the corresponding public key. The Financial Institution shall have no responsibility or liability for unauthorized use of alternative signature and verification codes unless otherwise agreed in writing.

Pennsylvania. The designation of an Agent does not create a power of attorney; therefore, Agents are not subject to the provisions of 20 Pa.C.S.A. Section 5601 et seq. (Chapter 56; Decedents, Estates and Fiduciaries Code) unless the agency was created by a separate power of attorney. Any provision that assigns Financial Institution rights to act on behalf of any person or entity is not subject to the provisions of 20 Pa.C.S.A. Section 5601 et seq. (Chapter 56; Decedents, Estates and Fiduciaries Code).

FOR FINANCIAL INSTITUTION USE ONLY

Acknowledged and received on _____ (date) by _____ (initials) ☐ This resolution is superseded by resolution dated _____

Comments:



Sacramento · Elk Grove · Galt · Lodi · Linden · Stockton · Modesto · Turlock · Hilmar

EXHIBIT B

ELECTRONIC TRANSFER CORPORATE RESOLUTION

I, _____, _____,
(Name) (Title)
of _____, a corporation organized under the laws of the
(Name of Corporation)
State of _____, hereby certify that the following is a full and true copy of a
resolution adopted at a meeting of the Board of Directors of said Company, duly held on the _____
day of _____.
(Month/Year) (Day)

Electronic Transfer Resolution

“RESOLVED, that _____ is hereby authorized to make,
(Name)
execute and approve on behalf of this Company, any and all electronic transfer contracts and to
execute and approve on behalf of this Company, other instruments, a part of or incident to such
contracts; effective until otherwise ordered by the Board of Directors.”
AND I DO FURTHER CERTIFY that the above resolution has not been in any way altered, amended
or repealed, and is now in full force and effect.
IN WITNESS WHEREOF, I have hereunto set my hand.

_____ this _____ day of _____
(Name of Corporation) (Day) (Month/Year)

(Signature)

(Title)

RESOLUTION NO. 2006-198

A RESOLUTION OF THE LODI CITY COUNCIL AUTHORIZING
THE DEPUTY CITY MANAGER AND BUDGET MANAGER AS
SIGNERS ON CITY OF LODI FARMERS & MERCHANTS
BANK ACCOUNTS

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NOW, THEREFORE, BE IT RESOLVED that the Lodi City Council does hereby authorize the Deputy City Manager, James R. Krueger, and Budget Manager, Kirk Evans, to act as signers on City of Lodi bank accounts with Farmers and Merchants Bank; and

BE IT FURTHER RESOLVED that the City Council further authorizes the above-named individuals to execute Exhibit A (Corporate Authorization Resolution) and Exhibit B (Electronic Transfer Corporate Resolution) attached hereto on behalf of the City of Lodi.

Dated: November 1, 2006

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I hereby certify that Resolution No. 2006-198 was passed and adopted by the City Council of the City of Lodi in a regular meeting held November 1, 2006, by the following vote:

AYES: COUNCIL MEMBERS – Beckman, Hansen, Johnson, Mounce,
and Mayor Hitchcock

NOES: COUNCIL MEMBERS – None

ABSENT: COUNCIL MEMBERS – None

ABSTAIN: COUNCIL MEMBERS – None


RANDI JOHL
City Clerk

EXHIBIT A

CORPORATE AUTHORIZATION RESOLUTION
FARMERS & MERCHANTS BANK OF CENTRAL CA
BY: CITY OF LODI
P O BOX 3006
LODI CA 95241

Referred to in this document as "Financial Institution"
Referred to in this document as "Corporation"
RANDI JOHI
CALIFORNIA
CITY OF LODI
and that the resolutions on this document are a correct copy of the resolutions
adopted at a meeting of the Board of Directors of the Corporation duly and properly called and held on
(date)
These resolutions appear in the minutes of this meeting and have not been rescinded or modified.
AGENTS Any Agent listed below, subject to any written limitations, is authorized to exercise the powers granted as indicated below:

Name and Title or Position	Signature	Facsimile Signature (if used)
A. JAMES R. KRUEGER	X	X
B. KIRK EVANS	X	X
C.	X	X
D.	X	X
E.	X	X
F.	X	X

POWERS GRANTED (Attach one or more Agents to each power by placing the letter corresponding to their name in the area before each power
Following each power indicate the number of Agent signatures required to exercise the power.)

Indicate number of signatures required	Describe Power	Indicate A, B, C, D, E and/or F
1	(1) Exercise all of the powers listed in this resolution.	NA
1	(2) Open any deposit or share account(s) in the name of the Corporation.	ABCD
1	(3) Endorse checks and orders for the payment of money or otherwise withdraw or transfer funds on deposit with this Financial Institution.	ABCD
1	(4) Borrow money on behalf and in the name of the Corporation, sign, execute and deliver promissory notes or other evidences of indebtedness.	NA
1	(5) Endorse, assign, transfer, mortgage or pledge bills receivable, warehouse receipts, bills of lading, stocks, bonds, real estate or other property now owned or hereafter owned or acquired by the Corporation as security for sums borrowed, and to discount the same, unconditionally guarantee payment of all bills received, negotiated or discounted and to waive demand, presentment, protest, notice of protest and notice of non-payment.	NA
1	(6) Enter into a written lease for the purpose of renting, maintaining, accessing and terminating a Safe Deposit Box in this Financial Institution.	ABCD
1	(7) Other	NA

LIMITATIONS ON POWERS The following are the Corporation's express limitations on the powers granted under this resolution.

EFFECT ON PREVIOUS RESOLUTIONS This resolution supersedes resolution dated NA . If not completed, all resolutions remain in effect.

CERTIFICATION OF AUTHORITY I further certify that the Board of Directors of the Corporation has, and at the time of adoption of this resolution had, full power and lawful authority to accept the resolutions on page 2 and to confer the powers granted above to the persons named who have full power and lawful authority to exercise the same. (Apply seal below where appropriate.)

In Witness Whereof, I have subscribed my name to this document and affixed the seal of the Corporation on (date)

Attest by One Other Officer Secretary

RESOLUTIONS

EXHIBIT A

The Corporation named on this resolution resolves that:

- (1) The Financial Institution is designated as a depository for the funds of the Corporation and to provide other financial accommodations indicated in this resolution.
- (2) This resolution shall continue to have effect until express written notice of its rescission or modification has been received and recorded by the Financial Institution. Any and all prior resolutions adopted by the Board of Directors of the Corporation and certified to the Financial Institution as governing the operation of this corporation's account(s), are in full force and effect, until the Financial Institution receives and acknowledges an express written notice of its revocation, modification or replacement. Any revocation, modification or replacement of a resolution must be accompanied by documentation, satisfactory to the Financial Institution, establishing the authority for the changes.
- (3) The signature of an Agent on this resolution is conclusive evidence of their authority to act on behalf of the Corporation. Any Agent, so long as they act in a representative capacity as an Agent of the Corporation, is authorized to make any and all other contracts, agreements, stipulations and orders which they may deem advisable for the effective exercise of the powers indicated on page one, from time to time with the Financial Institution, subject to any restrictions on this resolution or otherwise agreed to in writing.
- (4) All transactions, if any, with respect to any deposits, withdrawals, rediscounts and borrowings by or on behalf of the Corporation with the Financial Institution prior to the adoption of this resolution are hereby ratified, approved and confirmed.
- (5) The Corporation agrees to the terms and conditions of any account agreement, properly opened by any Agent of the Corporation. The Corporation authorizes the Financial Institution, at any time, to charge the Corporation for all checks, drafts, or other orders, for the payment of money, that are drawn on the Financial Institution, so long as they contain the required number of signatures for this purpose.
- (6) The Corporation acknowledges and agrees that the Financial Institution may furnish at its discretion automated access devices to Agents of the Corporation to facilitate those powers authorized by this resolution or other resolutions in effect at the time of issuance. The term "automated access device" includes, but is not limited to, credit cards, automated teller machines (ATM), and debit cards.
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Pennsylvania. The designation of an Agent does not create a power of attorney; therefore, Agents are not subject to the provisions of 20 Pa.C.S.A. Section 5601 et seq. (Chapter 56, Decedents, Estates and Fiduciaries Code) unless the agency was created by a separate power of attorney. Any provision that assigns Financial Institution rights to act on behalf of any person or entity is not subject to the provisions of 20 Pa.C.S.A. Section 5601 et seq. (Chapter 56, Decedents, Estates and Fiduciaries Code).

FOR FINANCIAL INSTITUTION USE ONLY

Acknowledged and received on _____ (date) by _____ (initials) ☐ This resolution is superseded by resolution dated _____

Comments:



Sacramento · Elk Grove · Galt · Lodi · Linden · Stockton · Modesto · Turlock · Hillmar

EXHIBIT B

ELECTRONIC TRANSFER CORPORATE RESOLUTION

I, _____, _____,
(Name) (Title)
of _____, a corporation organized under the laws of the
(Name of Corporation)
State of _____, hereby certify that the following is a full and true copy of a
resolution adopted at a meeting of the Board of Directors of said Company, duly held on the _____
day of _____, (Day)
(Month/Year)

Electronic Transfer Resolution

"RESOLVED, that _____ is hereby authorized to make,
(Name)
execute and approve on behalf of this Company, any and all electronic transfer contracts and to
execute and approve on behalf of this Company, other instruments, a part of or incident to such
contracts, effective until otherwise ordered by the Board of Directors."

AND I DO FURTHER CERTIFY that the above resolution has not been in any way altered, amended
or repealed, and is now in full force and effect.

IN WITNESS WHEREOF, I have hereunto set my hand.

_____, this _____ day of _____,
(Name of Corporation) (Day) (Month/Year)

_____, _____
(Signature) (Title)